

EXHIBIT 46

Timothy Brown
10/3/2024

<p>1 UNITED STATES DISTRICT COURT 2 SOUTHERN DISTRICT OF NEW YORK 3 4 SECURITIES AND EXCHANGE) 5 COMMISSION,) 6 Plaintiff,) 7 vs.) Case No. 8) 23-cv-9518-PAE 9 SOLARWINDS CORP. and) 10 TIMOTHY G. BROWN,) 11 Defendants.) 12 13 14 VIDEOTAPED DEPOSITION OF 15 TIMOTHY G. BROWN 16 OCTOBER 3, 2024 17 18 Videotaped Deposition of Timothy G. Brown, produced 19 as a witness at the instance of the Plaintiff, and duly 20 sworn, was taken in the above-styled and numbered cause 21 on the 3rd day of October, 2024, from 9:13 a.m. to 7:43 22 p.m. (CST), before Camille A. Bruess, CSR, RPR, in and 23 for the State of Texas, reported by stenographic method 24 with the witness appearing at the law firm of Latham & 25 Watkins, LLP located at 300 Colorado Street, Suite 2400, Austin, Travis County, 78701, pursuant to notice and in accordance with the Federal Rules of Civil Procedure and the provisions stated on the record or attached hereto.</p> <p>JOB No. 241003COR</p> <p style="text-align: center;">1</p>	<p>1 A P P E A R A N C E S (Cont'd.) 2 3 COUNSEL FOR THE DEFENDANT, TIMOTHY B. BROWN: 4 Mr. Michael J. Biles 5 Attorney at Law 6 KING & SPALDING, LLP 7 200 W. 2nd Street, Suite 1800 8 Austin, Texas 78701 9 Phone: 512-457-2051 10 Email: mbiles@kslaw.com 11 -and- 12 Mr. Alec Koch 13 Attorney at Law 14 KING & SPALDING, LLP 15 1700 Pennsylvania Avenue NW, Suite 900 16 Washington, D.C. 20006 17 Phone: 202-626-8982 18 Email: akoch@kslaw.com 19 20 ALSO PRESENT: 21 22 Mr. Jason Bliss (by Zoom) 23 Executive VP/Chief Administrative Officer 24 SolarWinds Corp. 25 26 Ms. Annie Gravelle (by Zoom) 27 Inhouse Counsel 28 SolarWinds Corp. 29 30 Ms. Becky Melton (by Zoom) 31 Inhouse Counsel 32 SolarWinds Corp. 33 34 Mr. Timothy Desadier 35 Videographer Legal Video of Texas</p> <p style="text-align: center;">3</p>
<p>1 A P P E A R A N C E S 2 3 COUNSEL FOR THE PLAINTIFF: 4 Mr. Christopher M. Bruckmann 5 Mr. Benjamin Brutlag (by Zoom) 6 Mr. Christopher J. Carney 7 Ms. Lory Stone (by Zoom) 8 Mr. John J. Todor 9 Supervisory Trial Counsel 10 Division of Enforcement 11 U.S. SECURITIES AND EXCHANGE COMMISSION 12 100 F Street Northeast 13 Washington, D.C. 20549 14 Phone: 202-551-5986 15 Email: bruckmann@sec.gov 16 Email: brutlagb@sec.gov 17 Email: carney@sec.gov 18 Email: stonel@sec.gov 19 Email: todorj@sec.gov 20 21 COUNSEL FOR THE DEFENDANTS: 22 Mr. Sean M. Berkowitz 23 Ms. Kristen C. Lee 24 Attorneys at Law 25 LATHAM & WATKINS, LLP 330 N. Wabash Avenue, Suite 2800 Chicago, Illinois 60611 Phone: 312-777-7016 Phone: 312-777-7281 Email: sean.berkowitz@lw.com Email: kirsten.lee@lw.com -and- Mr. Serrin Turner Partner Attorney at Law LATHAM & WATKINS, LLP 1271 Avenue of the Americas New York, New York 10020-1300 Phone: 212-906-1200 Email: serrin.turner@lw.com</p> <p style="text-align: center;">2</p>	<p>1 INDEX 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</p> <p style="text-align: center;">PAGE</p> <p>Appearances..... 2</p> <p>Proceedings/Introductions..... 9-10</p> <p>Stipulations..... 10</p> <p style="text-align: center;">297</p> <p>WITNESS: TIMOTHY G. BROWN</p> <p>Examination by Mr. Todor..... 10</p> <p>Examination by Mr. Turner..... 273</p> <p>Examination by Mr. Todor..... 283</p> <p>Examination by Mr. Turner..... 291</p> <p>Examination by Mr. Todor..... 293</p> <p>Examination by Mr. Turner..... 295</p> <p>Examination by Mr. Todor..... 296</p> <p>Examination by Mr. Turner..... 297</p> <p>Deposition concluded/Signature waived..... 298</p> <p>Reporter's Certificate..... 299</p> <p style="text-align: center;">EXHIBIT INDEX</p> <p>BROWN PAGE MARKED</p> <p>NUMBER DESCRIPTION</p> <p>Exhibit 1 Copy of a Condensed Transcript of the 46 Oral Deposition of Timothy G. Brown, Volume 1 taken on 3/8/22 via WebEx in the case: File No. C-08755-A, In the Matter of SolarWinds, The United States Securities and Exchange Commission (79 pgs.)</p> <p>Exhibit 2 Copy of a Condensed Transcript of the 46 Oral Deposition of Timothy G. Brown, 47*(R) Volume 2 taken on 3/9/22 via WebEx in the case: File No. C-08755-A, In the Matter of SolarWinds, The United States Securities and Exchange Commission (69 pgs.)</p> <p>*(R) = Referenced</p> <p style="text-align: center;">4</p>

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<p>1 consolidated upon.</p> <p>2 Q. You just --</p> <p>3 MR. KOCH: Sorry to interrupt, but maybe</p> <p>4 just to help Camille, could you spell some of the terms</p> <p>5 that you're using?</p> <p>6 MR. TODOR: Yeah, I was going to ask.</p> <p>7 THE WITNESS: I'm sorry.</p> <p>8 MR. TODOR: You used a number of terms</p> <p>9 there --</p> <p>10 THE WITNESS: I know. Sorry. Sorry.</p> <p>11 MR. TODOR: -- that, uh, would probably be</p> <p>12 helpful for the record --</p> <p>13 THE WITNESS: Yes, I'm sorry.</p> <p>14 MR. TODOR: -- for you to, uh, say what</p> <p>15 those were.</p> <p>16 THE WITNESS: I will catch up, yeah.</p> <p>17 MR. TODOR: Or if our court reporter has</p> <p>18 questions about what the terms were --</p> <p>19 THE WITNESS: Please.</p> <p>20 MR. TODOR: -- maybe that would be the</p> <p>21 most efficient way --</p> <p>22 THE WITNESS: Yes.</p> <p>23 MR. TURNER: -- either now or off the</p> <p>24 record on a break.</p> <p>25 MR. TODOR: Or -- or would that be easier</p> <p style="text-align: center;">113</p>	<p>1 Q. I'll direct your attention to page three of the</p> <p>2 document again and to the heading "Authentication and</p> <p>3 Authorization." And you can familiarize yourself with</p> <p>4 those two paragraphs as you need to, sir --</p> <p>5 A. Yeah.</p> <p>6 Q. -- and let me know when you're ready.</p> <p>7 A. (Reading) I'm ready.</p> <p>8 Q. And to your knowledge, is -- are the statements</p> <p>9 in these two paragraphs, uh, an accurate representation</p> <p>10 of SolarWinds' cybersecurity practices as they related</p> <p>11 to authentication and authorization as of January, 2018?</p> <p>12 A. Yes, they are.</p> <p>13 Q. What, if any, process did you go to -- go</p> <p>14 through to determine whether these statements were</p> <p>15 accurate?</p> <p>16 MR. TURNER: Objection. Are you talking</p> <p>17 about like in connection with the publication of the</p> <p>18 security statement or just how does he know they're</p> <p>19 accurate now?</p> <p>20 Q. At the time you were going through the process</p> <p>21 of getting ready to publish the security statement,</p> <p>22 what, if any, efforts did you make to determine whether</p> <p>23 the statements here under "Authentication and</p> <p>24 Authorization" were accurate?</p> <p>25 A. So consulted with the, uh, IT team, consulted</p> <p style="text-align: center;">115</p>
<p>1 on the break, ma'am?</p> <p>2 THE REPORTER: On a break would be better.</p> <p>3 MR. TODOR: Okay. On the break.</p> <p>4 Apparently on the break would be better, okay, uh,</p> <p>5 without asking you about the specifics.</p> <p>6 THE WITNESS: Yeah, specific terms.</p> <p>7 MR. TURNER: All right. Thank you, Kris.</p> <p>8 THE WITNESS: I'm glad you kind of got it</p> <p>9 situated.</p> <p>10 MR. TODOR: All right. Well, I've just --</p> <p>11 I've been informed that there's food here for those who</p> <p>12 get it. Would this be a -- a good time to take lunch?</p> <p>13 MR. TURNER: Sure. Yeah.</p> <p>14 THE VIDEOGRAPHER: Going off the record,</p> <p>15 the time is 12:30.</p> <p>16 (Lunch recess)</p> <p>17 THE VIDEOGRAPHER: Back on the record.</p> <p>18 The time is 1:36.</p> <p>19 Q. (By Mr. Todor) Welcome back, Mr. Brown.</p> <p>20 A. Thank you.</p> <p>21 Q. Before the break, we were discussing the</p> <p>22 Security Statement document which I believe was Brown</p> <p>23 Exhibit 8. Do you still have that document in front of</p> <p>24 you, sir?</p> <p>25 A. I do.</p> <p style="text-align: center;">114</p>	<p>1 with Mr. Quitugua on, uh -- so each one of these</p> <p>2 statements are a little bit different from the, uh,</p> <p>3 verification process. So I think we'd -- we would need</p> <p>4 to look at each one of the -- the lines separately.</p> <p>5 Q. Do you know how Mr. Quitugua would have come up</p> <p>6 with the original information for these two paragraphs?</p> <p>7 MR. TURNER: Objection, asked and</p> <p>8 answered.</p> <p>9 A. Uh, so he would -- he would, uh, talk to</p> <p>10 essentially the person in charge. So for example,</p> <p>11 authorized users can -- users be provisioned with the</p> <p>12 unique IDs. And, uh, password policies were the</p> <p>13 policies that were set and in our active directory</p> <p>14 system was the password policies. Uh, we require</p> <p>15 complex passwords that include both alpha and numeric</p> <p>16 characters which are deployed to protect against</p> <p>17 unauthorized use of passwords, uh, passwords being</p> <p>18 individually salted and hashed.</p> <p>19 THE REPORTER: I'm sorry, I can't hear</p> <p>20 you.</p> <p>21 THE WITNESS: Sorry, I was just reading</p> <p>22 the statement.</p> <p>23 THE REPORTER: I can't hear you.</p> <p>24 THE WITNESS: Oh, I'm sorry.</p> <p>25 (Reporter's clarification)</p> <p style="text-align: center;">116</p>

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<p>1 A. Our password best practices enforce the use of 2 complex passwords that include both alpha and numeric 3 characters which are deployed to protect against 4 unauthorized use of passwords. Passwords are 5 individually salted and hashed. So that statement would 6 have been, uh, directly related to both policies, right, 7 our best practices, our password policy, and also, uh, 8 enforcement from our active directory or eventually 9 Azure systems so that when you logged into your 10 computer, you would be logging into your active 11 directory account.</p> <p>12 That forced password changes. That has 13 the password complexity enforced. That is a source of 14 truth for many different applications that support 15 integration with active directory. And then a policy 16 says that if we're creating passwords outside of that 17 system, they should follow these best practice 18 guidelines.</p> <p>19 Q. Let's see if I can unpack that a little bit. 20 You made reference to Azure. Is that Microsoft Azure 21 Active Directory that you're referring to there?</p> <p>22 A. So Active Directory was an on-premise model. 23 Azure is a Cloud model for Active Directory. So over 24 that time period, we shifted from an on-premise Active 25 Directory to the Azure Active Directory, the Cloud-based</p> <p style="text-align: center;">117</p>	<p>1 A. (Reading) So no -- no changes between 2018 and 2 2020 except maybe specific systems being added, uh, or 3 different technology being potentially used to support 4 those systems. The statement that says, "SolarWinds 5 employees are granted a limited set of default 6 permissions to access company resources, such as their 7 email, and ..." their "corporate Intranet" -- I'm sorry, 8 I'll speak up. "Employees are granted access to certain 9 additional resources based on their specific job 10 function." During that time period between, uh, when I 11 joined to 2020, we had processes in place to onboard 12 employees to give them access to what they needed to 13 have access to, uh, to audit that access and if they 14 changed jobs, to grant them those privileges, and then 15 additional processes in place to give them special 16 access beyond just access that general employees had.</p> <p>17 Q. You've discussed a number of changes to your 18 policies or tools around access controls from January of 19 '18 to December of '20 in your previous answers. Did 20 you ever consider revising the access controls section 21 of the security statement as a result of those changes?</p> <p>22 A. The changes were to implement new technology 23 such as Azure directory versus the Cloud directory 24 service. That did not change the practice of granting 25 privileges to employees as they joined. That practice</p> <p style="text-align: center;">119</p>
<p>1 model.</p> <p>2 Q. When you say over that time period, are you 3 referring from the period from January 18th, 2018 4 through December, 2020?</p> <p>5 A. Correct.</p> <p>6 Q. About when did that change occur?</p> <p>7 A. Uh, I would need to look back for exact dates, 8 but somewhere in that timeframe.</p> <p>9 Q. Did your password best practices change at some 10 point between January of '18 and '20 -- December of 11 2020?</p> <p>12 A. No.</p> <p>13 MR. TURNER: Objection to form.</p> <p>14 A. The -- the password policy stayed the same 15 throughout that process or throughout that time period.</p> <p>16 Q. And was that password policy in effect when the 17 security statement was posted to the SolarWinds' public 18 facing website?</p> <p>19 A. Yes.</p> <p>20 Q. Was there any significant change to the default 21 permissions that SolarWinds' employees were granted 22 between January of '18 and December of 2020?</p> <p>23 MR. TURNER: Objection, foundation.</p> <p>24 Q. I'm directing your attention to the second 25 paragraph under "Authentication and Authorization."</p> <p style="text-align: center;">118</p>	<p>1 stayed fairly consistent through the process or through 2 those years or stayed consistent through those years. 3 The technology that was utilized behind may have been, 4 uh, may have been adapted or changed, but still the 5 meaning of this statement was -- is still -- still 6 accurate.</p> <p>7 Q. Did you learn anything after the publication of 8 the security statement to the public facing website that 9 caused you to think that perhaps some statement in here 10 with respect to access controls was not accurate when it 11 was posted?</p> <p>12 A. No. No, I didn't. The -- the statements here 13 are again created in a generic form not mentioning 14 technology. I'm not saying that, you know, the password 15 policy was followed a hundred percent of the time.</p> <p>16 The, uh -- that our -- we don't say that 17 the access control was perfect. So during audits, we 18 would potentially discover that someone, uh, may have 19 not gotten grants removed when they switched their job 20 discovered in an audit and we would take care of it, but 21 the statements here don't say that a hundred percent of 22 the time, we're completely accurate or we're completely 23 foolproof. So there was no reason to change the 24 statement.</p> <p>25 Q. I'll direct your attention to the next</p> <p style="text-align: center;">120</p>

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<p>1 processes that get followed.</p> <p>2 Q. And that would be sprints and scrums and --</p> <p>3 A. Sprints and scrums --</p> <p>4 Q. -- rapid releases and --</p> <p>5 A. -- and rapid releases --</p> <p>6 Q. -- (inaudible).</p> <p>7 A. -- and requirements, yes.</p> <p>8 Q. I'm sorry, I think we were talking --</p> <p>9 A. I'm sorry.</p> <p>10 Q. --- over each other.</p> <p>11 A. Yes.</p> <p>12 Q. So again would Agile involve a system of sprints</p> <p>13 and scrums and rapid iterative releases?</p> <p>14 A. Correct.</p> <p>15 Q. Would those rapid iterative releases introduce</p> <p>16 security risks?</p> <p>17 A. Not if done well.</p> <p>18 Q. How would you ensure that they are done well so</p> <p>19 as not to introduce security risks?</p> <p>20 A. So we had implemented or, uh, as part of our</p> <p>21 Agile process, we also had an architecture team, uh,</p> <p>22 that was very senior engineers that were part of that</p> <p>23 process. So part of the design reviews that went on</p> <p>24 were a big part of ensuring that things were developed</p> <p>25 appropriately, defined appropriately. As part of the</p> <p style="text-align: center;">125</p>	<p>1 a standard set of tests that are run for a product that</p> <p>2 those tests are rerun from a regression testing</p> <p>3 perspective to test our major flagship product that is</p> <p>4 two days worth of tests that are run in an automatic</p> <p>5 fashion. But if I've added an additional feature, then</p> <p>6 that new feature may not be tested at the same from a</p> <p>7 regression because it's new. So, therefore, ad hoc</p> <p>8 testing would be done for that feature that would then</p> <p>9 be added to the regression test to be done in the</p> <p>10 future.</p> <p>11 Q. Was it your understanding that Mr. Colquitt's</p> <p>12 initiative was meant to increase the amount of</p> <p>13 standardization involved in SolarWinds' software</p> <p>14 development lifecycle process with respect to security?</p> <p>15 A. It had Steven's -- Steven's training meant to a</p> <p>16 couple of different things. One was to train every</p> <p>17 developer on development practices and make them aware</p> <p>18 of additional resources for secure development. If</p> <p>19 you -- what we found is that if you had a person that</p> <p>20 was working on a UI component, they were simply building</p> <p>21 a screen for a product.</p> <p>22 They didn't realize some of the security,</p> <p>23 uh, requirements or security -- the bigger picture of</p> <p>24 the product. So Steven's training was to level set</p> <p>25 across (indicating) an organization. We also had at</p> <p style="text-align: center;">127</p>
<p>1 Agile process, we had both, uh, automated testing that</p> <p>2 was done as well as some ad hoc testing that was done.</p> <p>3 So both of those were in place. As part</p> <p>4 of the release process, we had a standardized release</p> <p>5 process during this timeframe with a centralized release</p> <p>6 process team. So each of those go into checking the</p> <p>7 whole process as things go through. In addition to</p> <p>8 that, we had models to be able to if a vulnerability did</p> <p>9 occur in a product, we had the ability for customers and</p> <p>10 others in our test facilities, in our test products to</p> <p>11 be able to, you know, determine that there's an issue</p> <p>12 and a process to be able to resolve those.</p> <p>13 Q. In your previous answer you made a reference to</p> <p>14 ad hoc testing.</p> <p>15 A. Yeah.</p> <p>16 Q. Does that mean that there was not a single</p> <p>17 standardized approach for when and what kind of testing</p> <p>18 would be done at each stage of software development at</p> <p>19 SolarWinds as of the posting of the security statement</p> <p>20 on the public facing website?</p> <p>21 A. No, it does not mean that.</p> <p>22 Q. What did you mean by there being ad hoc testing</p> <p>23 if it doesn't mean that there was no one single defined</p> <p>24 methodology for when and how you do testing?</p> <p>25 A. What -- what I meant by ad hoc was that we have</p> <p style="text-align: center;">126</p>	<p>1 that period of time acquired a number of different</p> <p>2 solutions and a number of different companies, and those</p> <p>3 companies came in with their own practices. So</p> <p>4 standardizing knowledge across the organization was part</p> <p>5 of that goal.</p> <p>6 Q. So I'll direct you to the third sentence in the</p> <p>7 first paragraph under "Software Development Lifecycle."</p> <p>8 There's a statement, "Security and security testing are</p> <p>9 implemented throughout the entire software development</p> <p>10 methodology." You see that?</p> <p>11 A. Yes.</p> <p>12 Q. I believe you just discussed there being a</p> <p>13 number of acquisitions of different companies.</p> <p>14 A. Uh-huh.</p> <p>15 Q. Is it fair to say that those companies products</p> <p>16 were not developed pursuant to the same software</p> <p>17 development methodology that the products developed</p> <p>18 within SolarWinds were developed?</p> <p>19 MR. TURNER: Object to form.</p> <p>20 A. So security and security testing are implemented</p> <p>21 through the entire software development methodology is</p> <p>22 what the statement says.</p> <p>23 Q. Uh-huh.</p> <p>24 A. And if you -- it would be extremely rare to find</p> <p>25 anyone that was developing software without doing</p> <p style="text-align: center;">128</p>

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<p>1 security testing throughout the development lifecycle. 2 So I would not say that the products that we acquired 3 didn't follow that statement. 4 Q. But did you do anything to go back and vouch 5 that each individual product was -- there was security 6 testing of the engineers or there's security testing of 7 the product, uh, throughout the software development 8 methodology for those products? 9 A. So during the acquisition of a product, uh, a 10 great deal of evaluation is done of both the product and 11 their -- their engineering practices and their lifecycle 12 before we determine to acquire those solutions. So 13 evaluation of their practices would have been done at 14 that point in time. I am not privy to the documentation 15 that was there and that was done, but this -- 16 Q. So your -- 17 A. Go ahead. 18 Q. Are you finished with your answer, sir? 19 A. Yes. 20 Q. I'll turn your attention to the second paragraph 21 there under "Software Development Lifecycle." There's a 22 statement, "Our secure development lifecycle follows 23 standard security practices including vulnerability 24 testing, regression testing, penetration testing, and 25 product security assessments." Do you see that?</p> <p style="text-align: center;">129</p>	<p>1 Secure Software Development Lifecycle refers to the 2 paragraph above, and in context of this, the readers of 3 this -- the statement would have no context of that 4 being anything different. The Secure Software 5 Development Lifecycle model that Steven referred to is 6 an internal project. Yes, the names could be confusing 7 in the context of you have knowledge of our internal 8 practice that we were implementing later, but, no, this 9 secure development lifecycle refers to the paragraph 10 above. 11 Q. I'll direct your attention later in that first 12 sentence of the second paragraph. There's a statement 13 that follows, "Our secure development lifecycle follows 14 standard security practices including vulnerability 15 testing, regression testing, penetration testing, and 16 product security assessments." What, if any, effort did 17 you take to determine what would be standard security 18 practices for a secure development lifecycle leading up 19 to the publication of this security statement? 20 MR. TURNER: Object to form. 21 A. So the practices for building include 22 vulnerability testing, regression testing, penetration 23 testing, and product security assessments. Uh, I'm 24 aware of that. I sat on the architecture board -- 25 architecture committee for the -- in Joe Kim's</p> <p style="text-align: center;">131</p>
<p>1 A. I do. 2 Q. What is your understanding of the term secure 3 development lifecycle as it is used in the context of 4 this statement? 5 A. It refers to the described software development 6 lifecycle in the period that private -- prior, uh, 7 paragraph. 8 Q. Is there any difference between secure 9 development lifecycle as it is used here and the term 10 software development lifecycle as it is used in the 11 heading in your mind? 12 A. No. 13 Q. Do you understand that Mr. Colquitt's initiative 14 in 2018 was titled secure development lifecycle? 15 A. I am. 16 Q. So -- and that initiative was not put into place 17 until sometime after SolarWinds' security statement was 18 posted to its public facing website, correct? 19 A. Correct. 20 Q. So is it inaccurate to say that SolarWinds had a 21 secure development lifecycle when Mr. Colquitt's secure 22 development lifecycle initiative had not gone into 23 effect at the time that the security statement was 24 posted to SolarWinds' public facing website? 25 A. No, not at all. What it means here is that our</p> <p style="text-align: center;">130</p>	<p>1 organization. 2 So I was aware of how they built. I 3 wasn't aware of all the details. I didn't run a product 4 development group, but I was aware of the way that in 5 which we developed software. 6 Q. Okay. Are you saying here that these are 7 standard within SolarWinds or these follow some industry 8 standard? 9 A. Uh, I -- I would say both in many ways, that 10 these -- as a engineer and in prior life a manager of 11 engineering teams, I would include these as standard 12 practices for development of software. 13 Q. What would be your basis for determining whether 14 it's an industry standard? 15 A. I built products for 20 years. So, uh, I guess 16 that's my basis of knowledge. 17 Q. How, if at all, did you check in the drafting of 18 the security statement whether and what kind of 19 vulnerability testing was done in the software 20 development lifecycle? 21 MR. TURNER: Object to form. 22 A. So I was aware of the tools that we had acquired 23 for vulnerability testing and the tools that were, uh, 24 implemented by the product team. We had, uh, 25 vulnerability testing as far as static and dynamic code</p> <p style="text-align: center;">132</p>

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<p>1 analysis, uh, tools in place that were run, tools in 2 place that created, uh, Jira tickets, which is a way 3 that we track security issues. So I was aware when 4 security -- one of the monitoring components of the 5 security team was to, uh, have access to the Jira of the 6 development, Jira meaning what they worked on. And part 7 of them would be coming from tools that were 8 vulnerability, uh, testing tools.</p> <p>9 Q. How, if at all, did you check in the drafting of 10 the security statement whether and what kind of 11 penetration testing was done in the software development 12 lifecycle?</p> <p>13 MR. TURNER: I'm going to object to form. 14 He hasn't testified that he drafted the security 15 statement. He hasn't testi -- he hasn't testified that 16 he checked whether everything in the security statement 17 was true. So these are compound questions that are 18 assuming facts not in evidence.</p> <p>19 Q. Do you understand the question, sir?</p> <p>20 A. Uh, please repeat it.</p> <p>21 Q. How, if at all, did you check in the drafting of 22 the security statement whether and what kind of 23 penetration testing was done in the software development 24 lifecycle?</p> <p>25 MR. TURNER: Same objection.</p> <p style="text-align: center;">133</p>	<p>1 A. Uh, no.</p> <p>2 Q. At any point after the posting of the public 3 facing security statement did you become aware of any 4 information that would cause you to conclude that the 5 software development lifecycle section here was not 6 accurate when it was posted?</p> <p>7 A. No.</p> <p>8 Q. Did you think it was confusing that Mr. 9 Colquitt's initiative was called soft -- Secure 10 Development Lifecycle and you're using lower case secure 11 development lifecycle here in the security statement?</p> <p>12 A. So two very different purposes, uh, two very 13 different documents. At one point we called it and 14 you'll see it referenced as SSDL, Secure Software 15 Development Lifecycle. You'll see it referenced in 16 different ways. So was it a reused acronym?</p> <p>17 Absolutely.</p> <p>18 Q. But you were not intending to claim that you 19 were following Mr. Colquitt's methodology when you say 20 secure development lifecycle here in the security 21 statement. Is that what you're saying?</p> <p>22 MR. TURNER: Object. Object --</p> <p>23 A. Correct.</p> <p>24 MR. TURNER: -- to form. Go ahead.</p> <p>25 A. Correct. That this is a standalone paragraph,</p> <p style="text-align: center;">135</p>
<p>1 A. So the, uh, again, security statement was 2 crafted from existing language.</p> <p>3 Q. Uh-huh.</p> <p>4 A. So that language in many cases pre-existed me. 5 So was I aware that penetration tests were performed on 6 products? Yes. Was I aware that tools were utilized 7 for penetration testing? Yes. And that was often 8 through my role on the -- from a product architecture 9 perspective that I could see that they were done.</p> <p>10 Q. At the time that the security statement was 11 posted at SolarWinds' website were you aware of any 12 instances where penetration was not done as part of the 13 software development lifecycle?</p> <p>14 A. So --</p> <p>15 Q. The transcript says penetration. I meant to say 16 penetration testing if I misspoke.</p> <p>17 A. So I cannot guarantee that it was done 18 everywhere. I didn't do an exhaustive audit of 19 everywhere, but penetration testing was definitely done 20 from an internal perspective and in some cases an 21 external perspective for -- but I cannot say that it was 22 done a hundred percent of the time.</p> <p>23 Q. At any point in the January '18 to December, 24 2020 timeframe, did you consider revising the software 25 development lifecycle section of the security statement?</p> <p style="text-align: center;">134</p>	<p>1 that -- or two paragraphs and secure development 2 lifecycle refers to the paragraph above or the heading.</p> <p>3 Q. Turning away from this document for the moment, 4 but you can keep it by you, if necessary, starting when 5 you joined SolarWinds in 2017, did SolarWinds perform 6 internal cybersecurity assessments?</p> <p>7 A. That -- so the term internal cybersecurity 8 assessments has many different meanings and in many 9 different contexts. So could you be more specific?</p> <p>10 Q. Did you do some kind of analysis of SolarWinds' 11 overall cybersecurity posture when you started on the 12 job?</p> <p>13 A. So as we talked about prior, uh, you know, we 14 had a on-boarding process. And I believe I produced a 15 document after a period of time with my initial 16 thoughts.</p> <p>17 (Brown Exhibit 9 was marked.)</p> <p>18 Q. Mr. Brown, you've been presented with a document 19 marked as Brown Exhibit 9. It has Bates SW-SEC00350067. 20 It appears to be an email from Mr. Quitugua to you dated 21 August 9th, 2017, Subject: "SWI Security Program 22 Assessment." Do you see that?</p> <p>23 A. I do.</p> <p>24 Q. Is this a document you received in the course of 25 your business at SolarWinds?</p> <p style="text-align: center;">136</p>

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<p>1 descriptions here in the Legend for the various zero 2 through five comport with your understanding of the NIST 3 maturity levels based on your knowledge in the NIST 4 Cybersecurity Framework? 5 A. Let me state that differently, that the NIST 6 Cybersecurity Framework has a standard set of functions, 7 a standard set of category, and a standard legend. That 8 is a standard. If I look up NIST anywhere, it would 9 show this exact same thing, whether it was our 10 evaluation or any other. 11 Q. Do you have an understanding as to how Mr. 12 Quitugua came up with these maturity level assessments 13 in this document? 14 A. Not at this time, no, not in 2017. 15 Q. Did you discuss them with Mr. Quitugua at the 16 time? 17 A. I see that he is -- in this email I see that he 18 is providing information to me. Back again, 2017, a 19 month after I joined, you would need to ask him how he 20 arrived at these -- these -- this information at that 21 period of time. 22 MR. TURNER: So the question is whether 23 you remember discussing this with Mr. Quitugua. Do you 24 remember? 25 THE WITNESS: No, I do not.</p> <p style="text-align: center;">141</p>	<p>1 A. I do. 2 Q. If those ratings are accurate, was that the 3 intention with the statements in the security statement 4 regarding training? 5 MR. TURNER: First of all, I'm -- I'm just 6 going to object. In terms of the Cloud monitoring, this 7 is just being pulled out of context when the email 8 itself -- 9 THE REPORTER: I'm sorry, I can't hear 10 you. 11 MR. TURNER: The -- the cover email itself 12 indicates that he did not complete a controls workbook 13 on monitoring Cloud. So ... 14 MR. TODOR: Counsel, uh, the witness is 15 testifying. 16 MR. TURNER: No, I -- but you keep on 17 asking about a zero for Cloud monitoring when the cover 18 email speaks directly to that. So in terms of not 19 taking something out of context for the rest of the 20 document, that's -- that -- that is why I would object 21 to the form of the question. 22 Q. And I'm referring back to the line for Awareness 23 and Training and to Protect. If these ratings of one, 24 one, and zero are accurate, was that the intention with 25 the statements in the security statement as they</p> <p style="text-align: center;">143</p>
<p>1 Q. And did these assessments from Mr. Quitugua play 2 any role in your, uh, drafting or review of the security 3 statement before it was published on the SolarWinds' 4 website? 5 A. I don't see the relationship between this 6 document and the publish of the security statement that 7 happened nine months later or whenever it was. 8 Q. All right. So the date of this one is -- 9 A. August. 10 Q. -- August of 2017. So that's about, what, five 11 months before publication, correct? Are you aware of 12 any significant changes in SolarWinds' cybersecurity 13 posture between August of 2017 and January of 2018? 14 MR. TURNER: Object to form. 15 A. So after a month being at the company, Eric 16 produced this document. Uh, I don't have context of 17 what -- what his -- his ratings were. The security 18 statement, I still believe that was accurate in 2017. 19 It was accurate today. It was accurate 20 throughout the process. So I don't see this as an 21 indicator that anything was inaccurate in the security 22 statement. 23 Q. So for example, under Awareness and Training 24 under Protect, it looks like there's one for Corelt and 25 MSP and a zero for Monitoring Cloud. Do you see that?</p> <p style="text-align: center;">142</p>	<p>1 pertained to Awareness and Training? 2 A. (Reading) I'm sorry, I'm trying to go back and 3 find the Awareness and Training section that's listed on 4 the security statement and I -- uh, that's the one I'm 5 looking for if it's here. 6 Q. Would you consider security training to be part 7 of having a secure development lifecycle? 8 MR. TURNER: Tim, if you want to look 9 under personnel security? 10 THE WITNESS: Oh, okay. 11 A. (Reading) So the security statement is 12 absolutely correct as far as training. So I don't know 13 what Eric's assessment says. I know as a new employee, 14 I went through security training. 15 Employee, sorry, provided with security 16 training as a part of new hire orientation and each -- 17 in addition, each SolarWinds' employees will try to 18 read, understand, and take a training course on the 19 company's code of conduct. I did both of those the day 20 that I was hired or the week that I was hired. So, uh, 21 so, absolutely, you're -- you're -- absolutely, I see no 22 correlation of Eric's assessment to this statement in 23 the security statement. 24 Q. And I'm not referring to new hire orientation. 25 I'm referring specifically to a secure development</p> <p style="text-align: center;">144</p>

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<p>1 okay. Here's another. It looks like it's multiple -- 2 multiple PowerPoints. 3 Q. All right. So just turning your attention here 4 to the -- the slide with Bates 2743, there's a heading, 5 "A proactive security model." Do you have an 6 understanding of what that means? 7 A. If I recollect correctly, it was a way to 8 describe our -- the, uh, things that I wanted to do in 9 the future. This is to say we have a proactive security 10 model. 11 THE REPORTER: I'm sorry, I couldn't hear 12 you. 13 A. Oh, I'm sorry. I said a proactive security 14 model, uh, most likely, was just a header for this slide 15 that explained kind of what -- what I would like to do. 16 And it looks like investments that I would like to have 17 made into the program. 18 Q. Did you have an understanding as of the time 19 that you completed your 90-day review here in December, 20 2017 as to whether SolarWinds had a reactive as opposed 21 to a proactive security model? 22 MR. TURNER: Objection to form. 23 A. I can't -- I can't link these documents 24 together. So we can't assume this was from that same 25 deck.</p> <p style="text-align: center;">153</p>	<p>1 A. Yep. 2 Q. And there is a list of budget requests there -- 3 A. Yep. 4 Q. -- in the lower left-hand quadrant of the slide. 5 Are those budget requests that you made? 6 A. Yes. 7 Q. Why did you make those requests? 8 A. (Reading) Because in the -- the area of constant 9 improvement, uh, which is what a security team does, 10 these are the things that I needed to essentially 11 accelerate that program. 12 Q. I'll direct your attention to the fourth item 13 there, "Internal/External PEN test" with the it looks 14 like a budget request of a hundred thousand dollars. 15 What was that for? 16 A. That was for additional external pen tests and, 17 uh, and more often pen tests. 18 Q. Pen tests of what? 19 A. Pen tests for products. 20 Q. Products. Did you believe as of December, 2017 21 that SolarWinds needed to increase the amount of 22 penetration testing for its products? 23 A. We -- 24 MR. TURNER: Objection to form. 25 A. We were going through additional audits, so SOC2</p> <p style="text-align: center;">155</p>
<p>1 Q. Okay. I'm just asking generally. You completed 2 a security review. At the conclusion of that review, 3 did you have an understanding as to whether SolarWinds 4 had a proactive as opposed to a reactive security model? 5 MR. TURNER: Object to form. 6 A. A -- in my words so proactive is simply a 7 statement on this slide as a title. So I guess, uh, 8 that I -- I could not say that unless I looked through 9 this, all of the pages of this document that were my 10 90-day review, and then I could tell you if that was the 11 case. Right? So let me look through everything. 12 Q. Okay. Well, my -- my question was just based 13 upon your understanding, not what the document itself 14 would say on a particular line. So if that's all the 15 understanding you have, I can -- I can move on. I'm 16 just trying to understand -- 17 A. Okay. Yeah. 18 Q. -- what your understanding was. 19 A. So I don't put a lot of -- the definition 20 between reactive and proactive security model could mean 21 so many different things, uh, it's hard to answer that 22 in an affirmative do I believe that it was reactive 23 instead of proactive. 24 Q. I'll direct your attention back to the 2743 25 slide.</p> <p style="text-align: center;">154</p>	<p>1 audits for our Cloud solution. Those SOC2 audits 2 require external pen testing, not just internal pen 3 testing. So that was one of the reasons to have 4 additional external pen tests. 5 Q. Was there any external pen testing prior to 6 December, 2017 on the SolarWinds' products to your 7 knowledge? 8 A. Yes. 9 Q. Okay. Why did you then make a request for 10 additional funding for an external/internal pen test? 11 MR. TURNER: Objection, asked and 12 answered. 13 A. We were going through additional external 14 audits. SOC2 was an audit that is performed on a Cloud 15 solution through an external auditor. Part of that SOC2 16 audit requires external pen tests for those products 17 that are going through the audit. 18 Q. Okay. So was it a pen test specifically for the 19 purpose of the audit? 20 A. Specifically as a requirement to meet for those 21 SOC2 audits. 22 Q. I'll direct your attention to the, uh, lower 23 right quadrant of that slide with the "Risk of 24 Non-Investment." And there are some sub-bullets under 25 there. The first question, did you write these?</p> <p style="text-align: center;">156</p>

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<p>1 A. Uh, most likely.</p> <p>2 Q. I'll direct your attention to the first bullet.</p> <p>3 It states the "Current state of security leaves us in a</p> <p>4 very vulnerable state for our critical assets. A</p> <p>5 compromise of these assets would damage our reputation</p> <p>6 and financially." What was your basis for that</p> <p>7 statement?</p> <p>8 MR. TURNER: Objection to form.</p> <p>9 A. So I'm attempting to support my budget request</p> <p>10 saying that I need additional people. And, uh, I guess</p> <p>11 from a -- a legal term you may call that puffery to</p> <p>12 support my request for additional -- my additional, uh,</p> <p>13 budget request. So I'm trying to say, hey, I need</p> <p>14 budget. And again, we don't have a linkage of the date</p> <p>15 of this -- this slide. So I can't say that it was 2017.</p> <p>16 Q. Who is this slide being sent to?</p> <p>17 A. So this was being sent to, uh, probably Joe Kim.</p> <p>18 Joe managed the budget for IT and for security. So to</p> <p>19 probably Rani and Joe Kim.</p> <p>20 Q. Just to clarify, in the earlier answer, uh, was</p> <p>21 the statement "Current state of security leaves us in a</p> <p>22 very vulnerable state for our critical assets" accurate</p> <p>23 in your mind when you made it?</p> <p>24 A. I don't recall the reason I put that statement</p> <p>25 in there. Again, it's slide 26 out of some other deck.</p> <p style="text-align: center;">157</p>	<p>1 that shows critical assets and their vulnerabilities.</p> <p>2 There could be other information here. Without that</p> <p>3 context, it's difficult to say why that statement was</p> <p>4 put there.</p> <p>5 So it just doesn't provide enough context.</p> <p>6 And we don't even know the timeframe. We don't know a</p> <p>7 date.</p> <p>8 Q. So as of December, 2017, was it your</p> <p>9 understanding, based upon your knowledge of SolarWinds'</p> <p>10 business as VP of Security and Architecture, that the</p> <p>11 critical -- the current state of SolarWinds' security</p> <p>12 leaves SolarWinds in a very vulnerable state for its</p> <p>13 critical assets?</p> <p>14 A. I would -- I would say that in 2017 I believed</p> <p>15 improvements needed to be made. And in security</p> <p>16 awareness we're in a business of constant improvement,</p> <p>17 and I was looking for budget to do those improvements.</p> <p>18 Q. You said that improvements needed to be made.</p> <p>19 What improvements were you referring to in that answer?</p> <p>20 A. Again, 2017 we would need to look back. If I</p> <p>21 look at the 90-day plan, I'm sure I had improvements</p> <p>22 that were outlined that I wanted to do.</p> <p>23 Q. I'll direct your attention to the second bullet.</p> <p>24 It states, "Lack of cyber hygiene leaves us open to</p> <p>25 being a target of opportunity and a compromise will</p> <p style="text-align: center;">159</p>
<p>1 So I don't know where this slide was in context of other</p> <p>2 slides, whether it was a whole budget deck or what it</p> <p>3 was. So in -- back again, you're saying in 2017. I</p> <p>4 don't know when this slide was.</p> <p>5 Q. Well, are you saying you would tell Joe Kim that</p> <p>6 the "Current state of security leaves us in a very</p> <p>7 vulnerable state for our critical assets" without</p> <p>8 knowing whether that statement was accurate?</p> <p>9 A. I'm saying I don't remember the context where</p> <p>10 that statement was written.</p> <p>11 Q. How did you go about coming up with these bullet</p> <p>12 points here under "Risk of Non-Investment"?</p> <p>13 A. Once again, you don't have the complete</p> <p>14 document. You're showing me 1 slide out of at least 26.</p> <p>15 Q. I'm showing you a document that your counsel</p> <p>16 produced to us --</p> <p>17 A. I can't help that.</p> <p>18 Q. -- marked as an email that you sent.</p> <p>19 A. Right. I can't help that. The document is not</p> <p>20 complete. So I don't have enough context to understand</p> <p>21 where this -- this was.</p> <p>22 Q. What additional context would you need to say</p> <p>23 why you said the "Current state of security leaves us in</p> <p>24 a very vulnerable state for our critical assets"?</p> <p>25 A. I -- many reasons. There could be a document</p> <p style="text-align: center;">158</p>	<p>1 create downtime and lost revenue." What did you mean by</p> <p>2 that?</p> <p>3 A. Uh, I don't -- I don't recall. Again, this is a</p> <p>4 document that was probably part of a presentation. It</p> <p>5 doesn't mean that each statement or each word on every</p> <p>6 document was audited or checked. It was opportunity to</p> <p>7 discuss and -- and have context put around things.</p> <p>8 Q. Did you feel it was important to be truthful in</p> <p>9 telling your bosses what SolarWinds' cybersecurity needs</p> <p>10 were in making a budget request?</p> <p>11 A. So I do think that it's important to be</p> <p>12 truthful, yes.</p> <p>13 Q. Were you trying to be truthful when you wrote</p> <p>14 these bullet points?</p> <p>15 A. So again, you don't have context of these bullet</p> <p>16 proof -- points. You don't know if I have explained</p> <p>17 these bullet points in detail in the 25 slides before</p> <p>18 here. So I don't think you have enough context to</p> <p>19 insinuate that.</p> <p>20 Q. I'm not insinuating, sir. I'm trying to ask,</p> <p>21 were you trying to be truthful when you wrote these</p> <p>22 bullet points?</p> <p>23 A. I -- and as I've stated, I don't recall the</p> <p>24 details of these statements that were made eight years</p> <p>25 ago.</p> <p style="text-align: center;">160</p>

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<p>1 Q. I'll direct your attention to the fourth bullet 2 point. 3 A. Once again, same answer, I don't recall the 4 details of these statements. 5 Q. I'll ask my question and then you can give your 6 answer, sir. The statement "We have lost a renewal of 7 DPA for Accenture (192K) due to utilizing free code 8 scanning tools that did not find all vulnerabilities," 9 do you see that? 10 A. Yes. 11 Q. What does DPA mean? 12 A. DPA is a product. 13 Q. Okay. Do you have a recollection of SolarWinds 14 losing a renewal of DPA for Accenture on or around 15 December of 2017? 16 A. Uh, I actually do, yes. 17 Q. Okay. Did SolarWinds lose a renewal for 18 Accenture around this time due to utilizing free code 19 scanning tools that did not find all vulnerabilities? 20 A. Yes. 21 Q. I'll turn your attention to the fifth bullet. 22 A. Uh-huh. 23 Q. There's a statement "Without training our 24 employees will continue to be one of our biggest risks." 25 What was your basis for that statement?</p> <p style="text-align: center;">161</p>	<p>1 minutes ago being for our Cloud solution. So I'll refer 2 back to that, that external pen testing was going to be 3 required. If we didn't have external pen testing, we 4 wouldn't have our SOC2 compliance and we would lose 5 business for our Cloud solutions. 6 Q. That's all on that document, sir. 7 (Brown Exhibit 11 was marked.) 8 Q. Mr. Brown, you've been presented with a document 9 that's been marked as Brown Exhibit 11. It has Bates 10 No. SW-SEC00313350. It appears to be an email from you 11 to Rani Johnson dated October 29th, 2018, Subject: 12 SolarWinds state of security operations. 13 Do you see that, sir? 14 A. Yes. 15 Q. Do you recognize this document? 16 A. (Flipping pages.) I'm re-familiarizing myself. 17 (Reading) Yes, all set. 18 Q. And, uh, do you recognize this document, sir? 19 A. Uh, now, yes. 20 Q. Okay. And do you recognize this is an email and 21 an attachment you sent in the course of your work at 22 SolarWinds? 23 A. Yes. 24 Q. And I'll turn your attention to the second page 25 of the document. It appears to be a PowerPoint</p> <p style="text-align: center;">163</p>
<p>1 A. Again, 20 -- 2017, but I see that this -- on 2 this specific slide it accompanies a request for 3 additional companywide security training. Again, I know 4 that we had training when I on-boarded. So there was 5 on-boarding training. As described in the security 6 statement, this is for additional cybersecurity training 7 investment in a tool associated with training. 8 Q. Where does it refer to a tool here for training? 9 A. It doesn't, but that -- that's the context that 10 I remember. It says, security training 30K. 11 Companywide security training was an indication of a 12 tool. It does not say tool. 13 Q. I'll turn your attention to the last bullet in 14 the slide. There's a statement, "Appropriate security 15 policies, procedures, training, pen testing are required 16 by our commercial customers and asked for in qualifying 17 questionnaires. Without appropriate answers we will 18 lose business." 19 What was your basis for that statement? 20 A. I think it's a -- a statement of -- of fact. 21 That's all. 22 Q. Did you have an understanding as of December, 23 2017 whether your qualifying questionnaires were not 24 giving customers the answers they needed? 25 A. No, but again, we talked about pen testing a few</p> <p style="text-align: center;">162</p>	<p>1 presentation marked "INFORMATION SECURITY - Risk review 2 October 2018." Did you conduct this review, sir? 3 MR. TURNER: Objection to form. 4 A. I don't believe it was a risk review. I would 5 say it was more of a status of -- status of information 6 from October, 2018. 7 Q. Okay. I was just reading the title of the -- 8 the slide -- 9 A. Right. 10 Q. -- sir. 11 A. Yeah, the title -- so -- but it wasn't a audit 12 or anything like that. 13 Q. I'm not asking about the specific content on the 14 individual slides, but, uh, was it a routine practice of 15 yours to provide Rani Johnson with updates on the state 16 of SolarWinds' security operations? 17 A. Yes. 18 Q. And was this PowerPoint presentation part of 19 that effort? 20 A. Uh, (reading) yeah, so this is highlights and, 21 uh, a -- so, yeah, it's essentially a time period. It's 22 essentially a review of what happened during January 8, 23 2018 to October 23rd, 2018. 24 Q. And turning back to the email at the -- the 25 first page of the document, 3350 --</p> <p style="text-align: center;">164</p>

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<p>1 A. Yeah.</p> <p>2 Q. -- it looks like you say, "This PowerPoint</p> <p>3 contains the current state of security slides updated</p> <p>4 for October. A review of what we asked for last August</p> <p>5 and a red yellow green status showing how we have done</p> <p>6 on our initiatives." Do you see that?</p> <p>7 A. Yes.</p> <p>8 Q. And it says, "A 2019 plan and ask for security."</p> <p>9 Do you see that?</p> <p>10 A. Yes.</p> <p>11 Q. And then it says, "We can review in tomorrow but</p> <p>12 it's a reasonable place to start. Tim." So did I read</p> <p>13 that correctly?</p> <p>14 A. Yep, that's exactly what it reads.</p> <p>15 Q. And turn back to Bates, uh, 3359, please. It</p> <p>16 looks like you can probably review 59, 60, 61, and 62.</p> <p>17 Do these four slides appear to be the "... review of</p> <p>18 what we asked for last August and a red yellow green</p> <p>19 status showing how we have done on our initiatives" that</p> <p>20 you're referring to in your cover email?</p> <p>21 A. I believe so.</p> <p>22 Q. And if I could direct your attention to the</p> <p>23 Bates 3359 slide, please.</p> <p>24 A. Yes.</p> <p>25 Q. And the headline slide appears to be</p> <p style="text-align: center;">165</p>	<p>1 color coded?</p> <p>2 A. Uh, correct.</p> <p>3 Q. I'll direct your attention to the first bullet.</p> <p>4 And again, the statement was, "Current state of security</p> <p>5 leaves us in a very vulnerable state for our critical</p> <p>6 assets. A compromise of these assets would damage our</p> <p>7 reputation and financially."</p> <p>8 Did you still understand that to be a risk</p> <p>9 of non-investment as of October, 2018 at SolarWinds?</p> <p>10 A. So, yellow indicates that some of it was done</p> <p>11 and we could do more, right? Green indicates that it</p> <p>12 was completed. Uh, red indicates that, uh, it wasn't</p> <p>13 done or there's more work to be done.</p> <p>14 Q. Is there anywhere on the document where it says</p> <p>15 what red, yellow, and green means?</p> <p>16 A. No. Again, a slide deck is used for context,</p> <p>17 and it was used in a presentation. So that information</p> <p>18 would have been conveyed verbally in a presentation.</p> <p>19 Q. And the -- so by -- what did you mean by putting</p> <p>20 "Current state of security ..." bullet in yellow on this</p> <p>21 slide?</p> <p>22 A. Uh, again, 2018 I don't recall the details.</p> <p>23 Q. Do you have a recollection, as you sit here, as</p> <p>24 to what, if any, work needed to be done with respect to</p> <p>25 that first bullet as of October, 2018?</p> <p style="text-align: center;">167</p>
<p>1 "A Proactive Security Model - Original plan and request</p> <p>2 from August 2017." Do you see that?</p> <p>3 A. Yes.</p> <p>4 Q. Other than the -- there's one redacted line, but</p> <p>5 other than that, does this appear to be the same budget</p> <p>6 request and action items that we were discussing with</p> <p>7 respect to the, uh, previous document?</p> <p>8 A. Yes.</p> <p>9 Q. And these risks of non-investment that you</p> <p>10 identify in the lower right corner quadrant of the</p> <p>11 document, do those appear to be the same risks that we</p> <p>12 discussed in the previous document?</p> <p>13 A. Correct. This is a year later. So the document</p> <p>14 was a reference to what was there.</p> <p>15 Q. Okay. And I'd direct your attention to the 3361</p> <p>16 document, please, Bates. Are you there, sir?</p> <p>17 A. Yes.</p> <p>18 Q. It says that the title of the slide, "A</p> <p>19 Proactive Security Model - Updated October 2018 with</p> <p>20 status." Do you have that?</p> <p>21 A. Yes.</p> <p>22 Q. In looking at the -- the left half of the slide,</p> <p>23 which is headed Risks of -- "Risk of Non-Investment," do</p> <p>24 these appear to be the same bullet points that you had</p> <p>25 in the August, 2017 version of the slide, but with some</p> <p style="text-align: center;">166</p>	<p>1 A. What I can read from the presentation is that if</p> <p>2 nothing had been done, it would have been a red. But</p> <p>3 certain improvements had been done and there were still</p> <p>4 more to do. That's all I could remember or all I could</p> <p>5 surmise from this.</p> <p>6 Q. And you can look at the rest of the deck for</p> <p>7 context, if you need. I'm just wondering if you can</p> <p>8 tell me your understanding as to what had been and what</p> <p>9 had not been done with respect to that bullet as of</p> <p>10 October, 2018.</p> <p>11 A. No, I -- I could not.</p> <p>12 Q. I'll direct your attention down to the third</p> <p>13 bullet.</p> <p>14 A. Yep.</p> <p>15 Q. It says, "We have had 22 reported security</p> <p>16 incidents this year. Reactive responses costs</p> <p>17 significantly more than being proactive." Why is that</p> <p>18 in red?</p> <p>19 A. Again, I can't give you context to this specific</p> <p>20 thing of 2018, but in general, if you find an issue</p> <p>21 before in a product before a customer finds that issue,</p> <p>22 costing to fix that issue is much less expensive. So</p> <p>23 that's what I would put into the context. We had 22</p> <p>24 reported security incidents this year. That means for</p> <p>25 products.</p> <p style="text-align: center;">168</p>

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<p>1 If we can do a better job in our 2 development, find issues quicker, we will have, uh, less 3 issues that will be less costly for us to improve. 4 That's the way that I would read that statement, yes. 5 It would just be a fact for any product. 6 Q. Looking down to the fifth bullet there, there's 7 that statement "Without training our employees will 8 continue to be one of our biggest risks." Why is that 9 in red? 10 A. On the other side of the statement here, 11 (pointing) companywide security training of 30K is still 12 in red, meaning that I didn't fund, that the product as 13 far as training was not funded. So we were still doing 14 training by ourselves. Uh, we still had training for 15 on-boarding, but we were looking for additional budget 16 to train more. 17 Q. And it looks like there's a line item for 18 "Secure development training" for 30K. Why is that in 19 red? 20 A. Uh, again, the, uh -- there's some tools and 21 technologies that you can go beyond what Steven trained 22 with. And we were looking for budget there. And that 23 from a red says that budget was not accepted. 24 Q. In looking up to the top for the Budget Request 25 there's a listing for "Security Program Manager," 160.</p> <p style="text-align: center;">169</p>	<p>1 A. Thank you. (Reading) (Pause) All set. 2 Q. Do you recognize this document, sir? 3 A. Uh, (reading) so, yes. 4 Q. Would this be a document that you would have 5 prepared? 6 A. Uh, the content of the slides for incident 7 response would come from the incident response team. So 8 these were from a tool that we were using to be able to 9 show incidents. So I don't recall if I pulled this 10 slide deck together or Eric may have pulled this slide 11 deck together, but I know that these slides would have 12 been automatically generated by Eric's team associated 13 with the incident response. 14 Q. Do you know to whom this presentation would have 15 been made? 16 A. Uh, (reading) I don't recall who it was made to. 17 I don't get an indication of who it was made to. 18 Q. I'll turn your attention to the Bates 8674, 19 please. 20 A. Yeah. 21 Q. Let me know when you're there, please. 22 A. Yes. 23 Q. Uh, this appears to be a slide titled "SECURITY 24 PROJECTS, KEY AREAS TO ADDRESS GAPS IN INFORMATION 25 SECURITY." Do you see that?</p> <p style="text-align: center;">171</p>
<p>1 Would that be like 160,000 you were asking for to hire a 2 new person? 3 A. Correct. 4 Q. And by it being in red, does that mean that you 5 are not permitted to hire another person? 6 A. Uh, that means that at this stage in October of 7 2018 we had not hired someone. I believe at the 8 beginning of 2018 -- 2019 we hired Kellie Pierce as our 9 program manager, but in October we -- it -- that would 10 indi- -- that would indicate to me that it had not been 11 done yet. 12 Q. For the second line "Security Architect," you 13 had another 160 requests, uh, which is in red. Did you 14 ever hire a person for that position? 15 A. Yeah, we hired Josh Vanhooose. And I don't 16 remember the dates that he was hired. 17 Q. Sometime after October of 2018, I'm gathering? 18 A. Probably, yeah. 19 (Brown Exhibit 12 was marked.) 20 Q. Mr. Brown, you've been handed a document that's 21 marked as Brown Exhibit 12. It is labeled as a Bates 22 No. SW-SEC00638663. It appears to be a PowerPoint 23 marked "SECURITY OPERATIONS SUMMARY, December, 2018." 24 Please familiarize yourself with the 25 document and let me know if you recognize it.</p> <p style="text-align: center;">170</p>	<p>1 A. Uh-huh. 2 Q. Do you recall how this was prepared? 3 A. I do not. 4 Q. Do you know who prepared it? 5 A. I do not. 6 Q. Would you have reviewed it in the course of it 7 being prepared? 8 A. I don't know. 9 Q. Would it be likely it would be either you or Mr. 10 Quitugua? 11 A. Uh, (reading) yeah, sorry, I don't have 12 enough -- enough context here of -- it doesn't seem like 13 a complete status or update that I would have had to 14 Rani or others. It's a mix of things. So maybe it's a 15 draft of something that went into another document. Uh, 16 it just doesn't seem like it has the context to be a 17 full update to, uh, Rani or Joe or exec. team agenda. 18 Okay. Incident response summary highlights and actions. 19 THE REPORTER: I'm sorry? 20 MR. TURNER: Please read it to yourself, 21 Tim. 22 THE WITNESS: Yep. Sorry. 23 Q. Let me, uh, ask you questions about a couple of 24 the items on this and see if they refresh your memory. 25 A. Yep.</p> <p style="text-align: center;">172</p>

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<p>1 aware" -- aware "of an utilize a secure software 2 development lifecycle in their day to day activities." 3 Q. I'll direct you to the next slide with Bates 4 1507 marked "PROTECT" at the top. 5 A. Yes. 6 Q. And first I'm going to direct your attention to 7 the, uh, "Highlights" section with some sub-bullets 8 underneath. And I'd like to ask you to familiarize 9 yourself with the slides if you need to and let me know 10 when you're ready. 11 A. (Reading) Yes. 12 Q. Who prepared these bullets? 13 A. So again, the -- the deck was prepared by 14 myself, Rani Johnson, Kellie Pierce. I don't know who 15 wrote the actual bullets. 16 Q. Fair to say you didn't raise any objection to 17 any of the content in this slide before it was included 18 in the deck? 19 MR. TURNER: Object to form. 20 A. So I can't say that -- so it (reading) -- the -- 21 the most important part of the -- the deck is the scores 22 here. "Highlights" are simply highlights of, you know, 23 potentially where we are. 24 Q. Would you have been in a meeting with Ms. 25 Johnson and Ms. Pierce where you would go over the</p> <p style="text-align: center;">201</p>	<p>1 Q. Do you have any reason to believe that statement 2 is inaccurate? 3 MR. TURNER: Object to form. 4 A. I don't have enough detail to say whether as 5 written that broadly is accurate or how broadly that was 6 or how big of a risk that was. That single statement 7 just could be a example of an outlier that happened 8 during this -- during this cycle that somebody decided 9 to put in here as a highlight. So I don't know if this 10 document was a final or whether -- whether it was a 11 review document. 12 What I can say is that we had processes in 13 place to grant people access to systems in an 14 appropriate way. It was a defined process. That 15 process was audited. 16 It wasn't a hundred percent perfect. An 17 audit may show something that somebody had access that 18 shouldn't have been there. The process, uh, corrected 19 itself and we had a process flow to -- to change that. 20 So, uh, that statement as written I don't agree with. 21 Q. If you don't agree with the statement, why did 22 you participate in a meeting and then not raise an 23 objection before it goes into the slide deck? 24 A. The second part of the statement, "Need to 25 improve internal processes and procedures," yes, we were</p> <p style="text-align: center;">203</p>
<p>1 content of the slide, including the highlights and the 2 security categories and the objectives and the scores? 3 A. Yeah, once again, that -- the slide was meant as 4 a conversation inside of a presentation. So are all of 5 the words on this audited and absolutely correct or the 6 correct verbiage being here? 7 Q. Okay. I'm not asking about opinions on verbiage 8 in this question. All I'm asking is, were you in a 9 meeting with Ms. Johnson and Ms. Pierce where you would 10 go over the content of the slide, including the 11 highlights, the security categories, the objectives, and 12 the scores before it was included in the deck? 13 A. We would review and create the document 14 together. 15 Q. And I'll direct your attention to the 16 "Highlights" section. And the first bullet in the 17 "Highlights" section says, "Access and privilege to 18 critical systems/data is inappropriate. Need to improve 19 internal processes/procedures." 20 What is the basis for that statement? 21 MR. TURNER: Object to form. 22 THE REPORTER: I'm sorry? 23 MR. TURNER: Object to form. 24 A. I don't recall that specific statement or what 25 it was in reference to.</p> <p style="text-align: center;">202</p>	<p>1 not automated in our processes to onboard people. So 2 they were more error prone. Again, the document is a 3 presentation document. 4 It's not an audit. It's not a finding. 5 It's simply a statement within a document. 6 Q. So as you sit here, do you know what critical 7 systems/data are being referred to in that bullet? 8 A. Not at all. 9 Q. Do you know what access and privilege are being 10 referred to? 11 A. Not at all. 12 Q. Do you know what processes or procedures are 13 being referred to? 14 A. Yes. 15 Q. What processes and procedures are being referred 16 to? 17 A. That we had a very -- a -- we had a manual 18 process to onboard people called SARF. 19 THE REPORTER: I'm sorry? 20 THE WITNESS: SARF. Sorry. 21 A. We had a manual process to onboard and give 22 appropriate access rights to people called S-A-R-F. And 23 what that process was, was a process where somebody 24 joined a company, went to HR. HR would send an email to 25 IT with an appropriate rule and then those rules would</p> <p style="text-align: center;">204</p>

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<p>1 say onboard this person in this way. Then if they 2 needed additional privileges, they went through another 3 process to be able to be granted additional privileges. 4 All of that was audited. All of that was 5 as background. All of that has plenty of proof that we 6 went through those processes to grant people appropriate 7 privilege. 8 Q. Directing your attention down to the, uh, 9 security categories -- 10 A. Yes. 11 THE REPORTER: (Coughing) 12 MR. TURNER: Do you need some water? 13 THE REPORTER: (Coughing) Sorry. 14 MR. TODOR: No, take your time. 15 THE WITNESS: Water break now? 16 MR. TODOR: Just let us know when you're 17 ready, ma'am, please. 18 THE REPORTER: (Coughing) I think I'm 19 okay. 20 MR. BRUCKMANN: Why don't we go off the 21 record for about 15 minutes. 22 THE REPORTER: Yeah, it's okay. 23 MR. TURNER: Are you sure? 24 MR. TODOR: We can take a break, ma'am. 25 MR. TURNER: Yes.</p> <p style="text-align: center;">205</p>	<p>1 us. Email protection was under the IT team. 2 "Authentication, Authorization, and Identity Management" 3 was, uh, primarily through active directory or 4 conditional access which were run by the IT team. 5 Q. What, if any, involvement did the Infosec group 6 have with respect to the "Authentication, Authorization 7 and Identity Management" category? 8 A. So the security team again from a monitoring 9 perspective, we monitored information about people 10 authenticating to assets. We did not run active 11 directory or run the processes for on-boarding and 12 off-boarding employees or run the processes for granting 13 privileged access through Thycotk. Uh, that was the IT 14 group that ran those processes. 15 Q. And -- and I'll direct your attention to the 16 "Objective" description next to "Authentication, 17 Authorization and Identity Management." It reads, "User 18 identity, authentication and authorization are in place 19 and actively monitored across the company." What, if 20 any, role did you have in coming up with the language 21 for the "Objective"? 22 A. Uh, I don't recall who came up with that exact 23 language. 24 Q. Would -- would all of these objectives be part 25 of the meetings you were discussing between Ms. Johnson,</p> <p style="text-align: center;">207</p>
<p>1 MR. TODOR: Why don't we take -- take a 2 break, counsel? 3 MR. TURNER: Sure. 4 THE VIDEOGRAPHER: Going off the record, 5 the time is 4:49. 6 (Short recess) 7 THE VIDEOGRAPHER: Back on the record. 8 The time is 5:01. 9 Q. (By Mr. Todor) Welcome back, Mr. Brown. 10 A. Thank you. 11 Q. Before our break, we were discussing, uh, the 12 slide with Bates 1507. Are you on that slide currently? 13 A. Yes. 14 Q. And I'll direct your attention to the "Security 15 Category" listing and ask you which, if any, of these 16 would fall within the responsibility of the Infosec 17 group that you were the head of. 18 A. Uh, "Endpoint Protection and Encryption" is one 19 that, uh -- well, so Endpoint protection, not encryption 20 would fall within the security group. That would be our 21 Symantec antivirus. Encryption would actually be 22 Microsoft encryption installed on the desktop that was 23 IT. 24 "Data Leakage Protection," uh, that was 25 Netskope that my team ran. So that would fall under</p> <p style="text-align: center;">206</p>	<p>1 Ms. Pierce, and yourself? 2 A. Correct. 3 Q. Directing your attention to the "NIST Maturity 4 Level" for "Authentication, Authorization and Identity 5 Management," it has a NIST maturity level of one. What 6 is your understanding as to why the level was one in 7 this slide? 8 A. So we had again manual processes for on-boarding 9 employees and giving them rights to certain, uh, certain 10 systems or certain applications. And that process 11 worked, uh, but we had not automated that process with a 12 tool. We were going through and, uh, consolidating -- 13 we still had a Google directory service and a Azure 14 directory service. We were consolidating to Azure. We 15 were, uh, rolling out conditional access to many 16 different applications. 17 At this point in time I believe we had 18 Office 365 implemented, and that would give us 19 SharePoint, but there were many more app applications to 20 get under that umbrella. So a one means that we have, 21 uh, significant projects that we would like to fund in 22 this area. And these projects will take a long time, 23 multiple years, multiple times of investment, multiple 24 ways to mature our identity -- our identity model or our 25 "Authentication, Authorization and Identity Management"</p> <p style="text-align: center;">208</p>

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<p>1 model. So that's what I would believe is the impression 2 here of why a one. 3 Q. I'll direct your attention back to the bullets 4 up at the top of the page. I was going to direct your 5 attention to the sixth bullet. It would be the second 6 one up from the first -- the second one up from the 7 bottom. 8 A. Yeah. 9 Q. There's a statement, "Movement to make Azure AD 10 authoritative source of identity. Plan to enable 11 federation for all critical assets." Do you see that? 12 A. Correct. 13 Q. Did you believe that statement to be accurate at 14 the time it was made? 15 A. Yes. 16 MR. TURNER: Object -- objection, form. 17 It's not a statement. It's a truth value in any event, 18 but go ahead. 19 A. So that's exactly what I described a moment ago, 20 that movement to make Azure Active Directory the 21 authoritative only source. At that point in time we had 22 Google and Azure. So consolidating those to make Azure 23 our -- our source. And planned to enable federation 24 across critical assets means Next Generation conditional 25 access being across our federated environment. You'll</p> <p style="text-align: center;">209</p>	<p>1 A. So, uh, more movement towards Zero Trust. So 2 modern Zero Trust models so as it states here. Enabling 3 federation means that you can now use more assets to the 4 Cloud. So that would be one. The, uh, the 5 implementation for or consolidation on, uh, the 6 privilege user management solution Thycotk, which we had 7 in place, uh, but more across the -- across the board on 8 that. 9 The big one again is moving up from a one 10 means that you have a single source of treatment for 11 identity. You have automated processes that go through 12 and make sure that everybody is given the correct 13 access. You still have audits, uh, but you -- when you 14 automate the processes, you can have less errors within 15 the -- within those processes. So if we do those, it 16 continues to move up. 17 Q. If you have the security statement -- 18 A. Yes. 19 Q. -- next to you, I'd like to refer you back to 20 the security statement to page three to the section 21 under "Access Controls" marked "Authentication and 22 Authorization." 23 A. Yeah. 24 Q. Could you, please, let me know if you're there, 25 sir?</p> <p style="text-align: center;">211</p>
<p>1 often hear that called Zero Trust. 2 THE REPORTER: Called what? 3 THE WITNESS: Zero Trust. 4 Q. What is your understanding of what was meant by 5 critical assets in that bullet? 6 A. So in SolarWinds we have mission and business 7 critical assets defined. That's an asset list 8 maintained by the IT department. So critical assets 9 I -- I don't recall the exact number, but critical 10 assets would be those assets that were defined to be 11 mission or business critical assets. 12 Q. So when we were looking at the earlier slides 13 with the -- the risk of non-investment -- and you can 14 look at the document if you need to -- but I believe 15 there was a reference to critical assets in that 16 document. Are those the same critical assets that are 17 being referred to here? 18 A. I don't believe the words correlate everywhere. 19 So we could be using critical assets in many different 20 contexts. 21 Q. What was your understanding as of August 19th of 22 any other needs other than the movement to Azure AD that 23 would be necessary to move the maturity level for 24 authentication, authorization and identity management 25 higher than a one?</p> <p style="text-align: center;">210</p>	<p>1 A. I am there. 2 Q. Did you perceive there to be any tension between 3 having a NIST maturity level of 1 as of August, 2019 and 4 this slide deck and your representations in the security 5 statement regarding authentication and authorization? 6 A. No, I don't see any conflict in those 7 statements. 8 Q. Why not? 9 A. Because we have processes in place that required 10 authorized users to be provisioned with unique IDs. 11 They were. SolarWinds' employees are granted a limited 12 set of default position -- permissions to access company 13 resources. They were, such as email in the corporate 14 intranet. 15 Employees are granted certain additional 16 resources based on their specific job function. We had 17 separate processes in place that managed additional 18 privileges and had approvals of those additional 19 privileges. "Requests for additional access follow a 20 formal process that involves a request and an approval 21 from a data or system owner," or "manager, or other 22 executives, as defined by our security guidelines." The 23 "Approvals are managed by workflow tools that maintain 24 audit" -- 25 MR. TURNER: Tim, you've got to slow down</p> <p style="text-align: center;">212</p>

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<p>1 March 3rd, 2020.</p> <p>2 Would you, please, let me know if you</p> <p>3 recognize this document?</p> <p>4 A. Yes.</p> <p>5 Q. What, if any, role did you play in preparation</p> <p>6 of the quarterly risk reviews?</p> <p>7 A. So same as previously answered. Do -- do I need</p> <p>8 to say it again?</p> <p>9 Q. Uh, I guess my question would be -- all right.</p> <p>10 So the previous document was called "Security &</p> <p>11 Compliance Program Quarterly Overview." This document</p> <p>12 is called Quarterly Risk Review. Is there a difference</p> <p>13 in, uh, the process that would go into the security</p> <p>14 compliance portion of the Quarterly Risk Review as</p> <p>15 opposed to the Security & Compliance Program Overview?</p> <p>16 So for example, Quarterly Risk Review,</p> <p>17 front page, it says, "SECURITY & COMPLIANCE PROGRAM</p> <p>18 OFFICE ... +LEGAL+FINANCE." So my question is, for the</p> <p>19 portion of it that is Security & Compliance Program</p> <p>20 Office, was your role --</p> <p>21 A. The same.</p> <p>22 Q. -- similar to that one than it was for the</p> <p>23 previous document that was called Security & Compliance</p> <p>24 Program Quarterly Overview?</p> <p>25 A. Yes, you're correct.</p> <p style="text-align: center;">233</p>	<p>1 scorecard similar to that for the scorecards in the</p> <p>2 November '19 and August '19 documents that we looked at</p> <p>3 previously?</p> <p>4 A. Yes. Correct.</p> <p>5 Q. And in looking at the chart, it looks like there</p> <p>6 is a new, uh, column there for "2020 Target." How was</p> <p>7 that set?</p> <p>8 A. So this was in March of 2020. So our target is</p> <p>9 to get to an improvement level for each one of these</p> <p>10 scores by the end of 2020.</p> <p>11 Q. In looking at the -- the columns here, uh, for</p> <p>12 2020, you've got, for example, Identify there's a 3.3</p> <p>13 with an up arrow. What does the up arrow mean?</p> <p>14 A. Up arrow would indicate that the score was going</p> <p>15 up.</p> <p>16 Q. Is that a target for where you want to be at the</p> <p>17 end of the year or an indication of where you felt you</p> <p>18 were at that point in time?</p> <p>19 A. That is a target.</p> <p>20 Q. Was it a target for the end of the year?</p> <p>21 A. Yes.</p> <p>22 Q. I'll turn your attention to the "Key Risks"</p> <p>23 column. How were those bullets drafted?</p> <p>24 A. Uh, I expect it would be the same process as</p> <p>25 before as we were pulling these together in a room with,</p> <p style="text-align: center;">235</p>
<p>1 Q. Okay. Turning your attention to the second page</p> <p>2 of the item, a document marked "Agenda," and the first</p> <p>3 section is marked "Security," and then it has three</p> <p>4 bullet points. You see that?</p> <p>5 A. Yes.</p> <p>6 Q. Who determined the agenda?</p> <p>7 A. Many of these are outside of my control. So I</p> <p>8 would say that Rani built the agenda.</p> <p>9 Q. Okay. Turning your attention to the third page</p> <p>10 of the document marked "Security" --</p> <p>11 A. Uh-huh.</p> <p>12 Q. -- there were -- there are three bullets there,</p> <p>13 uh, "Risk Scorecard & 2020 Target Tactics; Incident</p> <p>14 Response Status Report & Process Improvements;" and</p> <p>15 "Security & Compliance Improvement Plans ..." Do you</p> <p>16 see that?</p> <p>17 A. Yes.</p> <p>18 Q. Did your -- did you provide input in all three</p> <p>19 of those?</p> <p>20 A. Uh, yes.</p> <p>21 Q. Turning your attention to the next page of the</p> <p>22 document, uh, marked with Bates 1611, the title is</p> <p>23 "SolarWinds Scorecard, NIST Maturity Level."</p> <p>24 A. Yes.</p> <p>25 Q. Okay. Was your role in preparation of this</p> <p style="text-align: center;">234</p>	<p>1 uh, Kellie and Rani. Kellie probably kept notes and</p> <p>2 highlighted the risks that she heard everybody talk</p> <p>3 about.</p> <p>4 Q. And were you aware of the language that was</p> <p>5 going into this "Key Risks" column at the time --</p> <p>6 A. No.</p> <p>7 Q. -- it was being formulated?</p> <p>8 A. Yeah, so I'm not aware of how the exact language</p> <p>9 came out. Simply that we had a target to improve and</p> <p>10 the, uh, "Key Improvements" to -- that would reach us to</p> <p>11 those higher scores.</p> <p>12 Q. Turning your attention to "Identify" under "Key</p> <p>13 Improvements," it has two bullets. One is "Increase SDL</p> <p>14 adoption." The second is "Expand product</p> <p>15 certifications."</p> <p>16 Do you see that?</p> <p>17 A. Yes.</p> <p>18 Q. Are those improvements that are anticipated</p> <p>19 you'll need to do in order to reach your 2020 target?</p> <p>20 A. I don't know if those are the only improvements</p> <p>21 or a full list of improvements that we need to do. They</p> <p>22 are key improvements, examples I guess of improvements</p> <p>23 that could help us along that path.</p> <p>24 Q. Are they meant to describe prospective</p> <p>25 improvements or retrospective?</p> <p style="text-align: center;">236</p>

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<p>1 MR. TURNER: Do you understand the 2 question, Tim? Are these improvements that had already 3 been made or are these improvements that were planned? 4 A. Key improvements for the future, I believe. 5 Q. Okay. Turning your attention to the second line 6 for "Protect," uh, there's a key risk identified of 7 "Significant deficiencies in user access management." 8 Do you see that? 9 A. Yes. 10 Q. Why is that language there? 11 A. Uh, again, I don't have enough context with one 12 bullet. 13 Q. Were you in a meeting when it was decided what 14 the content in this slide would be? 15 A. Uh, I assume that we did, but I cannot recollect 16 that from '20 -- whatever this was, 2020. 17 Q. Did you raise any objection to this slide 18 saying, "Significant deficiencies in user access 19 management"? 20 MR. TURNER: Object to form. 21 A. Again, the content was for a presentation, uh, 22 and to talk through that presentation. We were -- this 23 isn't a finding. This is simply a statement. So I 24 don't know what significant deficiencies is referred to. 25 Q. And I just want to make sure our question and</p> <p style="text-align: center;">237</p>	<p>1 critical systems" would be the item that is being looked 2 at to move from the 3.2 to the 3.3? 3 A. Again, I don't recall the meeting. I don't 4 recall the details. Again, it's a point one 5 improvement. So it's not saying that we didn't have "AD 6 Authentication for critical systems." It's saying that 7 there's an area of improvement of a point one. 8 Q. Do you have an understanding as to what the 9 improvement in the "AD Authentication for critical 10 systems" that is being referred to in this slide would 11 be? 12 A. No. 13 Q. Under Detect there's a key risk identified as 14 "Inconsistent security scanning." Do you see that? 15 A. Yes. 16 Q. What is your understanding as to why that was 17 identified as a key risk? 18 A. Uh, back again, I don't recall the details of 19 this, but it's saying that we're staying from a 3.4 to a 20 3.4. So we're not doing any major improvements planned. 21 Q. The "Key Improvements" column says, "Expand and 22 standardize VAT, Pen OpenSource, and code analysis." 23 Do you see that? 24 A. Yes. 25 Q. What does VAT mean in this context?</p> <p style="text-align: center;">239</p>
<p>1 answer are meeting. I asked, did you raise any 2 objection to this slide saying "Significant deficiencies 3 in user access management"? Your answer went through 4 "... I don't know what significant deficiencies is 5 referred to." 6 I just want to make sure is it fair to say 7 that you did not raise an objection to the language on 8 this slide prior to this meeting? 9 MR. TURNER: Objection to form. 10 A. It's fair to say that I don't recall this 11 meeting. And whether I did or did not raise an 12 objection, I'd be guessing again. 13 Q. I'm turning your attention to the "Key 14 Improvements" column to the statement "AD Authentication 15 for critical systems." Is it consistent with your 16 understanding that as of March 3rd, 2020, that AD 17 Authentication for critical systems was an effort that 18 was ongoing in the future in pursuit of increasing the 19 maturity level to the target levels stated in this 20 slide? 21 A. So in this slide it states we're going a 3.2, 22 which is very good, to a 3.3, which is very good plus a 23 little bit. So it's not a major improvement that we're 24 looking at. It is a point one improvement. 25 Q. Is your understanding the "AD Authentication for</p> <p style="text-align: center;">238</p>	<p>1 A. I don't know. 2 Q. What does Pen OpenSource mean in this context? 3 A. Uh, again, I don't know. 4 Q. What does code analysis mean in this context? 5 A. Uh, code analysis could be Checkmarx, 6 Whitesource. It could -- could be implementing tools 7 across the platform. But again, we're staying 8 consistent from a 3.4 to a 3.4. 9 Q. I'll direct your attention to the next slide 10 marked "2020 YTD Security Incident Summary," please. 11 A. Uh-huh. 12 Q. And what, if any, involvement did you have in 13 preparation of the content for this slide? 14 A. So this content was devised -- derived from our 15 incident response process, one of the subteams under 16 Eric Quitugua. 17 THE REPORTER: I'm sorry? 18 THE WITNESS: Eric -- under Eric Quitugua. 19 A. So in -- in our context an incident is a 20 vulnerability within our products that was reported by 21 someone and managed through the process. That's part of 22 the incident response process. So this slide is a 23 export from our incident response system that tracked -- 24 tracked incidents for each different products. 25 Q. Why were you reporting to senior management on</p> <p style="text-align: center;">240</p>

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<p>1 personal knowledge of the processes that was followed to 2 verify the statements in the security statement if they 3 occurred before you joined the company? 4 A. Correct. 5 MR. TODOR: No further questions at this 6 time. 7 MR. TURNER: I'll keep going. 8 EXAMINATION 9 BY MR. TURNER: 10 Q. Mr. Brown, you just stated earlier that if a new 11 question came in, it would be referred to the 12 appropriate subject matter expert -- 13 A. Correct. 14 Q. -- who would vet the answer. 15 A. Correct. 16 Q. Do you have any reason to believe that any 17 different process was followed before you arrived with 18 SolarWinds? 19 A. No reason to believe that that -- that a 20 different process was being followed. 21 MR. TURNER: No further questions. 22 MR. TODOR: I have no further questions. 23 THE REPORTER: Are there any stipulations 24 counsel would like to put on the record before it 25 concludes?</p> <p style="text-align: center;">297</p>	<p>1 UNITED STATES DISTRICT COURT 2 SOUTHERN DISTRICT OF NEW YORK 3 SECURITIES AND EXCHANGE) 4 COMMISSION,) 5 Plaintiff,) Case No. 6 vs.) 23-cv-9518-PAE 7 SOLARWINDS CORP. and) 8 TIMOTHY G. BROWN,) 9 Defendants.) 10 11 REPORTER'S CERTIFICATION 12 VIDEOTAPED DEPOSITION 13 OF 14 TIMOTHY G. BROWN 15 OCTOBER 3, 2024 16 VOLUME 1 OF 1 17 I, Camille A. Bruess, Certified Shorthand 18 Reporter in and for the State of Texas and Registered 19 Professional Reporter, hereby certify to the following: 20 That the witness, TIMOTHY G. BROWN, was duly 21 sworn by the officer and that the transcript of the 22 videotaped deposition is a true record of the testimony 23 given by the witness to the best of my ability; 24 That examination and signature of the witness 25 to the deposition transcript was waived by the witness and agreement of the parties at the time of the deposition; That the original deposition was delivered to</p> <p style="text-align: center;">299</p>
<p>1 MR. TODOR: That it's getting dark. 2 MR. TURNER: We'll just take our usual 3 order. 4 MR. TODOR: And we believe we have a 5 standing order with Gradillas for receipt of the 6 transcript. 7 THE VIDEOGRAPHER: This concludes today's 8 testimony of Timothy Brown. Going off the record, the 9 time is 7:43. 10 (Deposition concluded at 7:43 p.m.) 11 (Signature waived.) 12 13 14 15 16 17 18 19 20 21 22 23 24 25</p> <p style="text-align: center;">298</p>	<p>1 counsel for Plaintiff; 2 3 That the amount of time used by each party at 4 the deposition is as follows: 5 Mr. Bruckmann 0 hours, 0 minutes 6 Mr. Brutlag 0 hours, 0 minutes 7 Mr. Carney 0 hours, 0 minutes 8 Ms. Stone 0 hours, 0 minutes 9 Mr. Todor 7 hours, 4 minutes 10 Mr. Berkowitz 0 hours, 0 minutes 11 Ms. Lee 0 hours, 0 minutes 12 Mr. Turner 0 hours, 13 minutes 13 Mr. Biles 0 hours, 0 minutes 14 Mr. Koch 0 hours, 0 minutes 15 16 I further certify that I am neither attorney nor 17 counsel for, related to, nor employed by any of the 18 parties in the action in which this testimony was taken. 19 Further, I am not a relative or employee of any 20 attorney of record in this cause, nor am I financially 21 or otherwise interested in the outcome of the action. 22 23 24 25</p> <p style="text-align: center;">300</p>

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10/3/2024

1 Subscribed and sworn to on this 17th day of
2 October, 2024.
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6 CAMILLE A. BRUESS, RPR, Texas CSR #3824
7 Expiration Date: 4/30/25
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